

SECURITIES



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ANNUAL AUDITED REPORT
FORM X-17A-5
PART III

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

OMB APPROVAL

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SEC FILE NUMBER

8- 51728

REPORT FOR THE PERIOD BEGINNING 07/01/03

AND ENDING 06/30/04

MM/DD/YYYY

MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: PARSONS FINANCIAL MANAGEMENT, LLC

OFFICIAL USE ONLY

ADDRESS OF PRINCIPLE PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

231 FARMINGTON AVENUE

(No. and Street)

FARMINGTON

CT

06032

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

SCOTT PARSONS

860-679-0400

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

LARRY D. LIBERFARB, P.C.

(Name - if individual, state first, last, middle name)

11 VANDERBILT AVENUE, SUITE 220

NORWOOD

MA

02062

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- ☒ Certified Public Accountant
☐ Public Accountant
☐ Accountant not resident in United States or any of its properties

PROCESSED

SEP 09 2004

THOMSON
FINANCIAL

FOR OFFICIAL USE ONLY

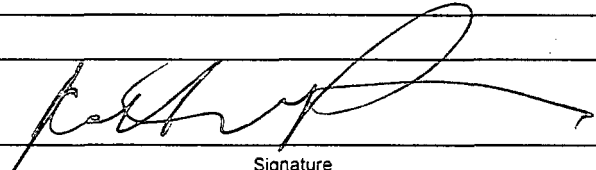
*Claims for exemption from the requirements that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17-a-8(e)(2)

SEC 1410 (05-01) Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

BB 9/2

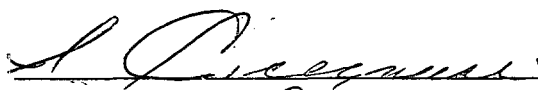
OATH OR AFFIRMATION

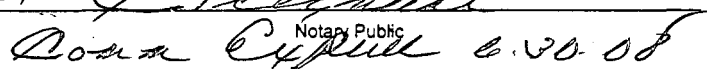
I, SCOTT PARSONS, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of PARSONS FINANCIAL MANAGEMENT, LLC, as of JUNE 30, 20 04, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principle officer or director has any proprietary interest in any account classified solely as that of A customer, except as follows:



Signature
MEMBER

Title



Notary Public


This report** contains (check all applicable boxes):

- ☒ (a) Facing page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☒ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or control requirements Under Rule 15c2-3.
- ☒ (j) A Reconciliation. Including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

** For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

PARSONS FINANCIAL MANAGEMET, LLC
FINANCIAL STATEMENTS
JUNE 30, 2004

LARRY D. LIBERFARB, P.C.

CERTIFIED PUBLIC ACCOUNTANTS
AND FINANCIAL ADVISORS

11 Vanderbilt Avenue, Suite 220, Norwood, Massachusetts 02062

Tel. (781) 255-8800 Fax (781) 255-9217

E-Mail: Info@Liberfarb.com

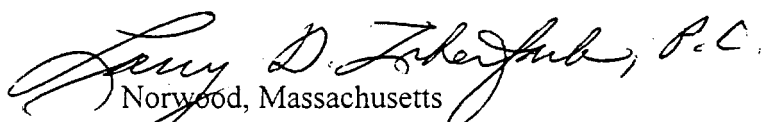
Independent Auditor's Report

To the Sole Member of
Parsons Financial Management, LLC
Farmington, CT

We have audited the accompanying statement of financial condition of Parsons Financial Management, LLC as of June 30, 2004 and the related statements of income, changes in member's equity, and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Parsons Financial Management, LLC as of June 30, 2004, and the results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.


Norwood, Massachusetts
August 4, 2004

PARSONS FINANCIAL MANAGEMENT, LLC

STATEMENT OF FINANCIAL CONDITION

JUNE 30, 2004

ASSETS

Cash	\$ 12,133
Receivable from broker-dealers and clearing organizations	5,017
Marketable securities owned, at market value	31,723
Furniture and equipment, at cost, less accumulated depreciation of \$63,649	<u>7,131</u>
	<u>\$ 56,004</u>

LIABILITIES AND MEMBER'S EQUITY

Liabilities:	
Accounts payable, accrued expenses, and other liabilities	\$ 6,526
Member's equity:	
Capital	50,888
Unrealized gain (loss) on securities available for sale	<u>(1,410)</u>
Total members equity	<u>49,478</u>
	<u>\$ 56,004</u>

The accompanying notes are an integral part of these financial statements.

PARSONS FINANCIAL MANAGEMENT, LLC

STATEMENT OF INCOME

FOR THE YEAR ENDED JUNE 30, 2004

Revenues:

Commissions	\$ 287,749
Principal transactions	12,419
Other income	<u>2,000</u>
	<u>302,168</u>

Expenses:

Employee compensation and benefits	32,847
Communications and data processing	3,238
Interest	219
Occupancy	14,801
Other expenses	<u>99,879</u>
	<u>150,984</u>

Net income 151,184

Other comprehensive income (loss):

Unrealized (loss) (1,410)

Comprehensive income \$ 149,774

The accompanying notes are an integral part of these financial statements.

PARSONS FINANCIAL MANAGEMENT, LLC
STATEMENT OF CHANGES IN MEMBER'S EQUITY
FOR THE YEAR ENDED JUNE 30, 2004

	<u>Capital</u>	<u>Unrealized Gain (Loss) on Securities Available for Sale</u>	<u>Total</u>
Balance at July 1, 2003	\$ 46,697	\$ -	\$ 46,697
Net income	151,184	-	151,184
Capital withdrawals	(146,993)	-	(146,993)
Unrealized gain (loss) on securities available for sale	<u>-</u>	<u>(1,410)</u>	<u>(1,410)</u>
Balance at June 30, 2004	<u>\$ 50,888</u>	<u>\$ (1,410)</u>	<u>\$ 49,478</u>

The accompanying notes are an integral part of these financial statements.

PARSONS FINANCIAL MANAGEMENT, LLC

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2004

Cash flows from operating activities:	
Net income	\$ 151,184
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization	3,969
Unrealized gain on securities	(10,963)
(Increase) Decrease in operating assets	
Decrease in Receivable from broker-dealers	887
Decrease in Receivable from customers	13,994
Increase (Decrease) in operating liabilities	
Increase in Accounts payable, accrued expenses	<u>2,464</u>
Total adjustments	<u>10,351</u>
Net cash provided by operating activities	161,535
Cash flows used for investing activities:	
Purchase of furniture and equipment	(4,951)
Purchase of marketable securities	(3,259)
Sale of marketable securities	<u>3,303</u>
Net cash used for investing activities	<u>(4,907)</u>
Cash flows used for financing activities:	
Capital withdrawals	(146,993)
Increase in cash	9,635
Cash at beginning of the year	<u>2,498</u>
Cash at end of the year	<u>\$ 12,133</u>
Supplemental disclosures of cash flow information:	
Cash paid during the year for:	
Interest	\$ 219
Income taxes	\$ 0

Disclosure of accounting policy:

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

The accompanying notes are an integral part of these financial statements.

PARSONS FINANCIAL MANAGEMET, LLC

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2004

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Organization and Nature of Business:

The Company is a Connecticut limited liability company. The Company is a registered investment advisor and a broker-dealer registered with the Securities and Exchange Commission (SEC), and is a member of the National Association of Securities Dealers, Inc. (NASD).

Marketable Securities

Marketable securities are valued at market, cost is determined on the specific identification method. Realized and unrealized gains and losses for trading securities are reflected in revenue. For the year ended June 30, 2004, there were unrealized gains of \$10,963 and realized gains of 1,456.

Marketable securities available for sale had an unrealized loss of \$1,410.

Marketable securities at June 30, 2004 consist of those classified as trading, \$29,833, and those classified as available for sale, \$1,890.

Property and Equipment

Property and equipment are recorded at cost. The cost of maintenance and repairs is charged to expense as incurred. Major improvements to property and equipment are capitalized. Depreciation is computed using the straight-line method over the estimated useful lives of the assets.

Income Taxes

Taxable income (or losses) are passed through to the sole member of the company, and not taxed at the company level. Therefore, no provision or liability for federal or state income taxes are required in these financial statements.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the date of the financial statements, and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates.

PARSONS FINANCIAL MANAGEMET, LLC
NOTES TO FINANCIAL STATEMENTS (Continued)

JUNE 30, 2004

NOTE 2 - PROPERTY AND EQUIPMENT

As of June 30, 2004 major classes of property and equipment consisted of the following:

Furniture and equipment	\$ 70,780
Accumulated depreciation	<u>(63,649)</u>
	<u>\$ 7,131</u>

Depreciation expense for 2004 was \$3,969.

NOTE 3 - PROFIT SHARING PLAN

The Company maintains a defined contribution SEP-IRA plan covering substantially all of its employees. The vesting period for the plan is three years. There was a contribution to the plan of \$0 for the fiscal year ending June 30, 2004.

NOTE 4 - NET CAPITAL

As a broker-dealer, the Company is subject to the Securities and Exchange Commission's regulations and operating guidelines, which requires the Company to maintain a specified amount of net capital, as defined, and a ratio of aggregate indebtedness to net capital, as derived, not exceeding 15 to 1. The Company's net capital, as computed under Rule 15c3-1, was \$35,361 at June 30, 2004, which exceeds required net capital of \$5,000 by \$30,361. The ratio of aggregated indebtedness to net capital at June 30, 2004 was .18 to 1.

NOTE 5 - RENT

The Company rents its office as a tenant-at-will.

Total rent expense for the fiscal year ending June 30, 2004 was \$14,801.

PARSONS FINANCIAL MANAGEMET, LLC

SUPPLEMENTARY SCHEDULES

JUNE 30, 2004

LARRY D. LIBERFARB, P.C.

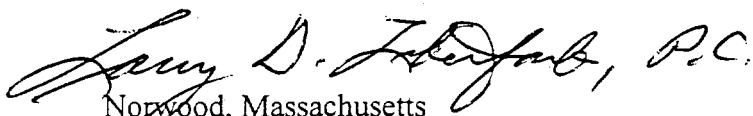
CERTIFIED PUBLIC ACCOUNTANTS
AND FINANCIAL ADVISORS

11 Vanderbilt Avenue, Suite 220, Norwood, Massachusetts 02062
Tel. (781) 255-8800 Fax (781) 255-9217
E-Mail: Info@Liberfarb.com

Independent Auditor's Report on Supplementary Information Required by Rule 17a-5 of the Securities and Exchange Commission

To the Sole Member of
Parsons Financial Management, LLC

We have audited the accompanying financial statements of Parsons Financial Management, LLC as of and for the year ended June 30, 2004, and have issued our report thereon dated August 4, 2004. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I, and II is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities and Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.


Norwood, Massachusetts
August 4, 2004

SCHEDULE I

PARSONS FINANCIAL MANAGEMENT, LLC

COMPUTATION OF AGGREGATE INDEBTEDNESS AND NET CAPITAL PURSUANT TO RULE 15c3-1

JUNE 30, 2004

Aggregate Indebtedness	
Accounts payable and accrued expenses	\$ 6,526
Net Capital	
Total Member's Equity	\$ 49,478
Adjustments To Net Capital	
Furniture and equipment, net	(7,131)
Haircuts and undue concentration	(6,986)
	<u>(14,117)</u>
Net Capital, as defined	<u>\$ 35,361</u>
Net Capital Requirement	\$ 5,000
Net Capital In Excess of Requirement	\$ 30,361
Ratio Of Aggregate Indebtedness To Net Capital	18.46%
Reconciliation with the Company's computation of net capital:	
Net capital as reported in the Company's Part IIA (unaudited)	
Focus Report	\$ 35,566
Net audit adjustments	(4,368)
Decrease in non-allowables and haircuts	4,163
Net capital per above	<u>\$ 35,361</u>

SCHEDULE II

PARSONS FINANCIAL MANAGEMET, LLC

COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS FOR BROKER/DEALER UNDER RULE 15c3-3 OF THE SECURITIES EXCHANGE ACT OF 1934

JUNE 30, 2004

Parsons Financial Management, LLC is exempt from the reserve requirements of Rule 15c3-3 as its transactions are limited, such that they do not handle customer funds or securities, accordingly, the computation for determination of reserve requirements pursuant to Rule 15c3-3 and information relating to the possession or control requirement pursuant to Rule 15c3-3 are not applicable.

LARRY D. LIBERFARB, P.C.

CERTIFIED PUBLIC ACCOUNTANTS
AND FINANCIAL ADVISORS

11 Vanderbilt Avenue, Suite 220, Norwood, Massachusetts 02062
Tel. (781) 255-8800 Fax (781) 255-9217
E-Mail: Info@Liberfarb.com

Independent Auditors' Report on Internal Control Structure Required by SEC Rule 17a-5

To the Sole Member of
Parsons Financial Management, LLC

In planning and performing our audit of the financial statements and supplemental schedules of Parsons Financial Management, LLC (the Company), for the year ended June 30, 2004, we considered its internal control, including control activities for safeguarding securities in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry security accounts for customers or perform custodial functions relating to customers securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verifications and comparisons
2. Recordation of differences required by Rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System
4. Obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by rule 15c3-3.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from

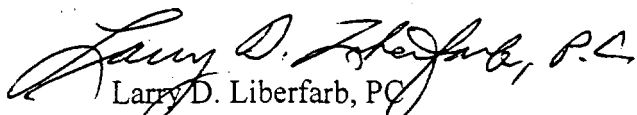
unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objective of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations on internal control or the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projections of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which design or operation of the specific internal control components does not reduce to a relatively low level the risk that errors or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, that we consider to be material weakness as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe the Company's practices and procedures were adequate at June 30, 2004, to meet the SEC's objectives.

This report is intended solely for the information and use of management, the SEC, the National Association of Securities Dealers, Inc. and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.


Larry D. Liberfarb, PC
Norwood, Massachusetts
August 4, 2004